

EXHIBIT "1" To Opposition

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND
(Baltimore Division)

INTEGRATED HEALTH SERVICES, INC.,)	
)	
Plaintiff,)	Civil Action No. WMN-03-350
)	
v.)	
)	
NEW SURFSIDE ADMINISTRATORS, LLC,)	
)	
Defendant.)	
)	

AFFIDAVIT OF MATTHEW J. BOX
IN SUPPORT OF PLAINTIFF'S OPPOSITION TO DEFENDANT'S
MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION

I, Matthew J. Box, do swear and affirm as follows:

1. I am over the age of eighteen and competent to testify to the matters set forth herein. Unless otherwise indicated, I have personal knowledge of the facts stated herein and am prepared, if necessary, to testify to the statements herein and the issues or facts discussed herein. I submit this Affidavit in support of Plaintiff's Opposition To Defendant's Motion To Dismiss For Lack Of Personal Jurisdiction in the above-captioned matter.

2. I am Senior Vice President of Integrated Health Services, Inc. ("IHS"), the Plaintiff in this action. In that role, I participated in the negotiation and performance of the Interim Services Agreement ("Services Agreement") that is the subject of this litigation.


3. Pursuant to the Services Agreement, IHS performed numerous services of the type that required Defendant's communication and interaction with IHS in Maryland (such as administering human resources, employee benefits, and payroll, performing billing and

collection functions, administering the payment of accounts payable, and performing bookkeeping and accounting functions).

4. IHS entered into the Services Agreement at Defendant's request.

5. Performance of the contract necessitated continuing communication and interaction between Defendant and IHS at its principal place of business in Maryland. *See e.g.*, December 27, 2002 e-mail from Max Stolzberg [President of Defendant] to Matthew Box (promising that "IHS will be paid in full by the end of January") (Exhibit "1" to this Affidavit).

I do swear and affirm that the foregoing is true and correct.


Matthew J. Box, Senior Vice President
Integrated Health Services, Inc.

SUBSCRIBED AND SWORN TO BEFORE ME this 27th day of March, 2003.

Name:



Notary Public in and for the State of

Maryland

My commission expires:

11/1/03



Carolyn Becker, Notary Public
Harford County
State of Maryland
My Commission Expires Nov. 1, 2003

Kim, Mi-Ryoung

From: Kim, Mi-Ryoung
Sent: Friday, December 27, 2002 10:13 AM
To: Matt Box (E-mail)
Subject: FW: balance due

-----Original Message-----

From: Max Stolzberg [mailto:mstolz@salic.net]
Sent: Friday, December 27, 2002 8:59 AM
To: mbox@ihs-inc.com
Cc: Mi Ryoung Kim
Subject: balance due

Matt:

I just received the email that you sent on Tuesday 12/24, which for some reason was emailed to "lpaschkes" and cc'ed to Mi Kim but not sent to me. Ms. Paschkes was not in on Tuesday or Thursday.

A number of points:

- 1- As promised, I did send you an email and copied Mi Kim on Tuesday at about 9:50 am.
- 2- As I stated in that email, I asked Bruce to see whether there was any way to provide IHS with cash before year end to take care of the health insurance. He will advise me of that this morning.
- 3- We are not able to provide you with any security for the balance due to IHS.
- 4- IHS will be paid in full by the end of January

Max

The information contained in this communication is confidential, may be attorney-client privileged, may constitute inside information and is intended only for the use of the addressee. It is the property of the sender. Unauthorized use, disclosure or copying of this communication or any part thereof is strictly prohibited and may be unlawful. If you have received this communication in error, please notify us immediately by return email and destroy this communication and all copies thereof, including all attachments.